

AMENDMENT TO HULK PURCHASE AGREEMENT

January 31, 1976

First Security Bank of Utah,
National Association,
as Trustee
79 South Main Street
Salt Lake City, Utah 84111

RECORDATION NO. 8144 F Filed & Recorded

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INTERSTATE COMMERCE COMMISSION

Gentlemen:

We have entered into a Hulk Purchase Agreement dated November 1, 1975 (hereinafter called the Hulk Purchase Agreement) which was filed and recorded with the Interstate Commerce Commission on December 17, 1975, at 4:10 P. M., and assigned Recordation No. 8144-C. Attached thereto as Exhibit A was a description, road numbers and purchase price of the Hulks. It is now desired to amend Exhibit A of the Hulk Purchase Agreement to release from the terms and provisions of the Hulk Purchase Agreement the following Hulks:

<u>Quantity</u>	<u>Description</u>	<u>Road Numbers</u>	<u>Purchase Price</u>	<u>Total Purchase Price</u>
33	100-ton open top hoppers	191001, 191017, 191018, 191027, 191055, 191097, 191106, 191192, 191208, 191210, 191312, 191315, 191404, 191414, 191420, 191421, 191435, 191465, 191584, 191608, 191619, 191622, 191625, 191630, 191682, 191699, 191726, 191774, 191799, 191807, 191842, 191844, 191887.	\$1,400	\$46,200

and to substitute therefor the following equipment:

12	70-ton covered gondolas	MON 3720, 3722 L&N 26261, 26262, 26265, 26266, 26267, 26268, 26269, 26295, 26296, 26298.	\$1,400	\$16,800
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<u>Quantity</u>	<u>Description</u>	<u>Road Numbers</u>	<u>Purchase Price</u>	<u>Total Purchase Price</u>
16	100-ton covered gondolas	MON 3675, 3676, 3677, 3678, 3680. L&N 56880, 56881, 56883, 56884, 56886, 56887, 56888, 56891, 56892, 56893, 56894.	\$1,400	\$22,400

Except as amended hereby, the Hulk Purchase Agreement remains unaltered and in full force and effect.

If the foregoing is satisfactory to you, please confirm by signing and returning the enclosed copy of this letter to the undersigned.

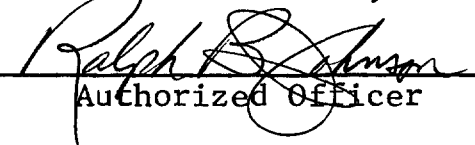
Very truly yours,

LOUISVILLE AND NASHVILLE RAILROAD COMPANY

By 
Assistant Vice President

Accepted as of the date
first set forth above.

FIRST SECURITY BANK OF UTAH,
NATIONAL ASSOCIATION, as Trustee

By 
Authorized Officer

COMMONWEALTH OF KENTUCKY)
) SS:
COUNTY OF JEFFERSON)

On this 19th day of February, 1976, before me personally appeared N. H. Steen, to me personally known, who, being by me duly sworn, says that he is an Assistant Vice President of LOUISVILLE AND NASHVILLE RAILROAD COMPANY, that one of the seals affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Sharon W. Bowles
Notary Public

My Commission expires July 26, 1978.

(NOTARIAL SEAL)